

GENERAL STATUTES  
OF THE  
STATE OF MINNESOTA

36

IN FORCE

JANUARY 1. 1889.

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COMPLETE IN TWO VOLUMES.

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VOLUME 1, the General Statutes of 1878, prepared by GEORGE B. YOUNG, edited and published under the authority of chapter 67 of the Laws of 1878, and chapter 67 of the Laws of 1879.

VOLUME 2, Supplement.—Changes effected in the General Statutes of 1878 by the General Laws of 1879, 1881, 1881 Extra, 1883, 1885, and 1887, arranged by H. J. HORN, Esq., with Annotations by STUART RAPALJE, Esq., and others, and a General Index by the Editorial Staff of the NATIONAL REPORTER SYSTEM.

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VOL. 2.

SUPPLEMENT, 1879-1888,

WITH

ANNOTATIONS AND GENERAL INDEX TO BOTH VOLUMES.

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ST. PAUL:  
WEST PUBLISHING CO.  
1888.

sufficient water to float logs, and that to float them it was necessary to let into the stream water accumulated in artificial dams. *Merriman v. Bowen*, 33 Minn. 455, 23 N. W. Rep. 843.

The compensation allowed by statute is to be measured by the value of the labor performed in driving the logs of the defendant, and not by the value or extent of the benefit thereby conferred. *Osborne v. Nelson Lumber Co.*, 33 Minn. 285, 23 N. W. Rep. 540.

In an action to recover compensation for driving logs of the defendant intermingled with those of the plaintiff, the court struck out a portion of the answer, alleging as a defense that the defendant did not drive all of the intermingled logs of the defendant. The court, however, upon the evidence, found the fact to be substantially as alleged by the defendant, but that the conduct of the plaintiff had been in accordance with the request of the defendant. Held, that the defendant was not prejudiced by the striking out of the answer. *Id.*

See *Chesley v. De Graff*, 35 Minn. 415, 29 N. W. Rep. 167; *Beard v. Clarke*, 35 Minn. 324, 29 N. W. Rep. 142.

## TITLE 8.

### DAMS FOR SLUICING LOGS, TIMBER, AND LUMBER.

#### § 83. (Sec. 41.) License.

A dam across a stream, which does not obstruct the passage of logs, lumber, or timber, erected and maintained by the owner upon his own land, without license, is not prohibited, and a contract with such owner for the sluicing of logs over such dam is valid. Such license is needed to enable him to collect tolls from those with whom he has no contract. *Lamprey v. Nelson*, 24 Minn. 304.

#### § 87. (Sec. 45.) Licenses—Bond.

The owner of a sluice-dam across a stream, erected, maintained, and operated under a license, is not required by statute to perform the labor of conducting or driving logs, timber, or lumber through the sluice-way. This is no part of the "operation" of the dam within the meaning of the statute. *Anderson v. Munch*, 29 Minn. 414, 13 N. W. Rep. 192. The statute gives the board of county commissioners no authority to take a bond from the licensee requiring him to conduct or drive logs, timber, or lumber through the sluice-way, and if they should take a bond containing such a condition, it would not be a statutory condition, and hence would be void, and would not inure to the benefit of third persons, or give them any right of action for its non-performance. *Id.*

#### § 88. (Sec. 46.) Rate of toll—Limitation.

Whenever a board of county commissioners of any county grant a license to construct and maintain a sluice-dam across any stream within their jurisdiction, the said board shall establish the rate of tolls, which may be demanded for the sluiceage of logs, timber, and lumber; but the tolls for each dam shall not exceed the sum of six cents per thousand feet so sluiced: *provided*, that at the Snake River dam, in Pine county, the said toll may be ten cents. (*As amended 1877, c. 39, § 2, which in terms amends 1861, c. 50, § 6, which is identical with Gen. St. c. 32, § 46; also amended 1883, c. 141; 1885, c. 211.*)

[Amendment of 1885 repeals that of 1883, and restores the section to its form in Gen. St. 1878.]

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## CHAPTER 33.

### BANKS AND BANKING.

#### § 10. Formation—When authorized—Minimum amount of stock.

Any association of persons, not less than three in number, may establish offices of discount, deposit, and circulation, and become incorporated upon the

## TITLE 6.

## LIENS.

**§ 36. (Sec. 29.) Laborer's lien.**

See *Davis v. Mendenhall*, 19 Minn. 149, (Gil. 113.)

**\*§ 48. First district—Enforcing lien—Attachment.**

The lien cannot be enforced unless the logs are attached. *Griffin v. Chadbourne*, 32 Minn. 126, 19 N. W. Rep. 647.

**\*§ 62. Claim for lien—Assignment.**

If an assignment of a lien on logs is not filed for record in the surveyor general's office, the assignee cannot proceed to enforce the lien. *Id.*

**\*§ 63. Laborer's lien upon logs, railroad cross-ties, etc.—Precedence—Waiver invalid.**

Any person who may do or perform any manual labor in cutting, banking, driving, rafting, cribbing, or towing any logs, railroad cross-ties, or timber in this state, shall have a lien thereon, as against the owner thereof and all other persons except the state of Minnesota, for the amount due for such services, and the same shall take precedence of all other claims thereon; and any verbal or written agreement, expressed or implied, made by or between any person or persons, or chartered company or companies, designed to act as a waiver of any right under this act, or any portion thereof, shall be wholly void. The lien herein created shall not attach as against the claim of the owner or legal occupant of the land upon which logs or timber were cut, in cases of trespass, or when the logs and timber were cut and carried away without the consent of such owner or legal occupant. (1876, c. 89, § 1, as amended 1878, c. 4, § 1; 1885, c. 86.)

**\*§ 64. Filing statement.**

The statement required by this section, to preserve a lien on logs, if not made by the claimant, must be made by some one with authority from him to make it, and the oath should state such authority. *Griffin v. Chadbourne*, 32 Minn. 126, 19 N. W. Rep. 647.

**\*§ 76. Act for protection of laborers only.**

This provision is inserted for the purpose of distinguishing the contractor—that is to say, the person who takes contracts for the performance of work which he employs others to do—from a laborer who works himself. It should therefore be read by omitting the comma found in the printed statutes after the word "contracting," which would be equivalent in sense to inserting the word "for" after the word "contracting," so that the provision would read, "This act shall not inure to the benefit of any person interested in contracting for cutting, hauling," etc. *King v. Kelly*, 25 Minn. 522.

**\*§ 78. Intermingled logs—Driving—Lien.**

The right to recover compensation for driving the logs of another person, which have become intermingled with those of the plaintiff, is not limited to cases where the intermingling has resulted from the wrongful acts of the defendant, but may arise where the logs have become intermingled by consent, or under a contract for driving, the performance of which has been abandoned. *Walker v. Bean*, 34 Minn. 427, 26 N. W. Rep. 232.

One may be charged with liability in favor of another, who drives the logs of the former, under authority of the statute, even without previous notice to the person to be charged. *Osborne v. Nelson Lumber Co.*, 33 Minn. 285, 22 N. W. Rep. 540.

If the logs of A. are in the way of the logs of B. so that B. cannot drive his until A.'s are got out of the way, B. is hindered or obstructed, within the meaning of this section. To constitute such hinderance or obstruction it is not necessary that the logs of B. should come in actual contact with those of A. *Anderson v. Maloy*, 32 Minn. 76, 19 N. W. Rep. 387.

A claim by plaintiff for driving logs of another, hindering the passage of his own logs, is not affected by the fact that at the time the stream had not, in its natural state,

terms and conditions, and subject to the liabilities, prescribed in this chapter; but the aggregate amount of the capital stock of such association shall not be less than ten thousand dollars in any town containing a population of not exceeding one thousand persons, and not less than fifteen thousand dollars in towns of not exceeding fifteen hundred population, and not less than twenty thousand dollars in towns of not exceeding two thousand population, and not less than twenty-five thousand in towns of more than two thousand inhabitants; the population in all cases to be determined by the last official census; and no such association shall be organized in any town containing less than two hundred inhabitants. The full amount of capital stock named in the organization certificate shall be paid in cash before any association shall be authorized to commence business, and such payment shall be certified to the state auditor, under oath, by the president or cashier of the association. (*As amended* 1881, c. 77, § 10; 1883, c. 19, § 2; 1887, c. 63.\*)

### § 11. Organization certificate—Contents—Filing and recording.

The persons uniting to form such an association shall, under their hands and seals, make an organization certificate, which shall specifically state:

*First.* The name assumed to distinguish the bank, and to be used in all its dealings, which name shall not be that of any other bank in this state.

*Second.* The place where the business of discount and deposit is to be carried on.

*Third.* The amount of capital stock, and the number of shares into which the same is to be divided.

*Fourth.* The names and places of residence of the shareholders, and the number of shares held by each of them.

*Fifth.* The period at which said bank shall commence and terminate.

The certificate of organization shall be acknowledged before the clerk of some court of record or notary public, and authenticated by the seal of such court or notary, and shall be recorded in the office of the register of deeds of the county where such bank may be established, and such certificate thus authenticated shall be transmitted to the state auditor, who shall carefully preserve the same on file in his office. Upon duly making and filing the organization certificate, the association shall become, as from the date of execution of the same, a body corporate, and as such, and in the name designated in such certificate, it shall have power to make contracts, to sue and be sued, and shall have all other powers, privileges, and immunities incident to corporations, and applicable to the ends of such establishments, subject to the restrictions and provisions of this chapter. Whenever it appears to the state auditor that any association is lawfully entitled to commence the business of banking, he shall give to such association a certificate, under his hand and official seal, that such association has complied with all the provisions required to be complied with before commencing the business of banking, and that such association is authorized to commence such business, which certificate shall be *prima facie* evidence in all the courts of the state that such association is duly and legally organized as a corporation. But the state auditor may withhold from any association his certificate authorizing the commencement of business whenever he has reason to suppose that the shareholders have formed the same for any other than the legitimate objects contemplated by this act. No association shall transact any business except such as is incidental and necessarily preliminary to its organization, until it has been authorized by the state auditor to commence the business of banking. The association shall cause the organ-

\* The amendment of 1887 is as to the required amount of capital stock, and took effect from and after January 1, 1888. The amendment of 1883 in terms amends § 10 of c. 77, Gen. Laws 1881. That act amends § 10, c. 33, Gen. St. 1878, which is evidently intended to be the section amended by the act of 1883, there being no § 10 of the act of 1881.

ization certificate, and the official authorization of the state auditor issued under this section, to be published in some newspaper partly or wholly printed in the city or county where the association is located, for at least four successive weeks next after the issuing thereof; or, if no newspaper is published in such city or county, then in some newspaper published at the capital of the state. (*As amended* 1881, c. 77, § 2.)

### § 13. Powers of banks—Circulating notes.

Prior to the amendment of 1876, (c. 92, § 1,) banks organized under the provisions of that chapter had no power to purchase or traffic in promissory notes as choses in action or as a species of personal property. The power to carry on the business of banking, by discounting bills, notes, and other evidences of debt, is not, within the meaning of this section, a power to buy such securities, but to loan money thereon, with the right to take lawful interest in advance. *Farmers, etc., Bank v. Baldwin*, 23 Minn. 198. In *First National Bank of Rochester v. Pierson*, decided September 21, 1877, the rule laid down in this case was held to apply to national banks. *Id.* 198, note.

### § 18. Capital stock—Increase and reduction.

Any association organized under the provisions of this chapter may, by its articles of association, provide for an increase of its capital from time to time, as may be deemed expedient, subject to the limitations of this chapter. But no increase of capital shall be valid until the whole amount of the increase proposed is paid [in] in cash, and such payment certified under oath by the president or cashier of such association to the state auditor, who shall give his certificate that the provisions of this section have been complied with, and specifying therein the amount of such increase of capital stock, with his approval thereof, and that it has been duly paid in as a part of the capital of such association. Any association formed under this chapter may, by the vote of the shareholders owning two-thirds of its capital stock, reduce its capital to any sum not below the amount required by this chapter to authorize the formation of associations; but no such reduction shall be made until the amount of the proposed reduction has been reported to the state auditor, and his approval thereof in writing obtained; and no such reduction shall be construed as affecting the liability of shareholders for any debts of the association incurred prior to such reduction. (*As amended* 1881, c. 77, § 3.)

### § 21. Shareholders—Liability.

Chapter 85, Laws 1869, is valid, and the provisions of this section as to the liability of stockholders are applicable to all banks organized under this chapter since the passage of said c. 85, including banks not of issue, and the statutory remedy (c. 76, Gen. St.) for enforcing such liability is exclusive. *Allen v. Walsh*, 25 Minn. 543.

### § 34. Quarterly report—Filing—Publication—Neglect—Penalty.

Every association shall make to the auditor of state not less than four reports during each year, according to the form which may be prescribed by him, verified by the oath or affirmation of the president or cashier of such association, and attested by the signature of at least two of the directors. Each such report shall exhibit in detail, and under appropriate heads, the resources and liabilities of the association at the close of business on any past day by him specified, and shall be transmitted to the said auditor within seven days after the receipt of a request or requisition therefor from him, and in the same form in which it is made to the auditor shall be published in a newspaper published in the place where such association is established, or, if there is no newspaper in the place, then in one published nearest thereto in the same county, at the expense of the association; and such proof of publication shall be furnished as may be requested by the state auditor. The auditor shall also have power to call for special reports from any particular association whenever, in his judgment, the same are necessary in order to a full and complete

knowledge of its condition. Every association which fails to make and transmit any report required under this section shall be subject to a penalty of one hundred dollars for each day after the periods respectively therein mentioned that it delays to make and transmit its report. (*As amended 1883, c. 19, § 1.*)

**\*§ 43. Artificial or corporate name—Unauthorized use of—Penalty.**

No person or persons who are now or shall hereafter become engaged in the business of banking in this state, not subject to the supervision of and not required to report to any officer elected or appointed by the state, shall make use of any office sign at the place where such business is transacted, having thereon any artificial or corporate name, nor shall such person or persons make use of or circulate any letter-heads, bill-heads, blank notes, blank receipts, certificates, circulars, or any written or printed or partly written or partly printed paper whatever having thereon any artificial or corporate name. No bank hereafter incorporated shall adopt or use the name of any private or incorporated bank now existing without first obtaining consent in writing from the person or persons who have done business by or under such name. Any person or persons violating any of the provisions of this chapter not hereinbefore specially provided for shall be guilty of a misdemeanor, and on conviction thereof pay a fine of not less than fifty dollars, or more than five hundred dollars, for each and every offense, to be recovered before any court having competent jurisdiction, and all fines and penalties so recovered shall be paid into the state treasury. (1887, c. 39.\*)

**†§ 47. Liabilities to association—Limit.**

The total liabilities to any association of any person, or of any company, corporation, or firm, for money borrowed, including, in the liabilities of a company or firm, the liabilities of the several members thereof, shall at no time exceed fifteen per cent. of the aggregate amount of the capital stock of such association actually paid in, and of the permanent surplus fund of such association. But the discount of bills of exchange, drawn in good faith against actually existing values, and the discount of commercial or business paper actually owned by the person negotiating the same, shall not be considered as money borrowed. (*Added 1881, c. 77, § 3.*)

[†§§ 47, 48, 49, are thus enumerated in the act of 1881, and are to be distinguished from \*§§ 47, 48, 49, Gen. St. 1878.]

**†§ 48. Capital stock—Purchase, etc., by bank prohibited.**

No association shall make any loan or discount on the security of the shares of its own capital stock, nor be the purchaser or holder of any such shares, unless such security or purchase shall be necessary to prevent loss upon a debt previously contracted in good faith; and stock so purchased or acquired shall, within six months from the time of its purchase, be sold or disposed of at public or private sale. (*Id.* § 3.)

This act is effectual to prevent a bank from having a lien on the shares of a stockholder for a debt thus created subsequent to the enactment, although a by-law adopted prior to the statute provided for such a lien. *Nicollet Nat. Bank v. City Bank*, 35 N. W. Rep. 577.

**†§ 49. Available funds.**

Each association organized under the provisions of this chapter shall at all times have on hand in available funds an amount equal at least to twenty per centum of all its immediate liabilities. One-half of this amount of available

\* The amendment took effect from and after January 1, 1888.

funds may consist of balances due to the association from good solvent banks, and one-half of such sum shall be held in reserve as cash on hand. Immediate liabilities shall include all deposits due to individuals, firms, or corporations, or to banks, and all items in the nature of claims payable on demand. In cash on hand, shall be counted specie, legal-tender notes, and all bills of solvent banks. Whenever the available funds of any association shall be below twenty per centum of its immediate liabilities, such association shall not increase its liabilities by making any new loans or discounts otherwise than by discounting or purchasing bills of exchange payable at sight, nor make any dividends of its profits until the required proportion between its immediate liabilities and its available funds has been restored. (*Added* 1881, c. 77, § 3.)

## SAVINGS BANKS.

**\*§ 67. Are corporations—General powers.**

All savings banks or institutions for savings now existing, or which may hereafter be organized under and by virtue of any law of this state, are hereby declared to be corporations possessed of the powers and functions of corporations generally, and as such shall have power:

1. To have perpetual succession by its corporate name.
2. To sue and be sued, complain and defend, in any court of law or equity.
3. To make and use a common seal, which may be affixed by making an impression directly on the paper, and alter the same at pleasure.
4. To appoint such officers, managers, and agents as the business of the corporation may require.
5. To make by-laws not inconsistent with the laws of this state, or of the United States, for the management of its property, and the regulation of its affairs.
6. To contract and be contracted with.
7. To receive money on deposit, to invest the same, and further transact the business of a savings bank, as hereinafter provided.
8. To exercise any corporate powers necessary to the exercise of the powers above enumerated and given. (1879, c. 109, § 1.\*)

**\*§ 68. Membership.**

Any number of persons, not less than seven, may associate themselves together for the purpose of organizing a savings bank in accordance with the provisions of this act, but the majority of such number of persons shall reside in the county where the proposed bank shall be located. (*Id.* § 2.)

**\*§ 69. Certificate—Contents.**

Such persons, under their hands and seals, shall execute a certificate in which shall be set forth:

1. The name assumed to distinguish such association, and to be used in its dealings, which shall be in no material respect similar to the name of any other savings bank organized and doing business in this state.
2. The place where its business is to be transacted, designating the particular city, town, or village, and, if in any city, the ward in such city.
3. The name, residence, (if in any city, the street and number,) occupation, and post-office address of each member of such association.
4. A declaration that each member of such association will accept the responsibilities, and faithfully discharge the duties, of a trustee in such institution, when authorized according to the provisions of this act.

\*"An act to conform all savings banks or institutions or savings to uniformity of powers, rights, and liabilities, and to provide for the organization of savings banks, for their supervision, and for the more efficient protection of depositors in such institutions." Approved March 11, 1879, Repealing all inconsistent acts, "save so far as they may apply to the banks now organized." § 53.

**Trustees—Bond.**

Every trustee, before entering upon his duties, shall execute a bond to the state of Minnesota in the penal sum of five thousand dollars, with two or more sureties, to be approved by one of the judges of the district court of the district in which such savings bank may be situated, conditioned for the faithful discharge of his duties as trustee as aforesaid. Said bonds shall be recorded in the office of the register of deeds of the county in which said savings bank is situated, and then deposited in the office of the secretary of state; and in case of a breach of the conditions of such bond, any person aggrieved by such breach may, upon leave granted by the said judge of said district court, bring suit in his own name, and the judgment of plaintiff in such action shall be for the amount of damages he may show himself entitled to by reason of such breach, not exceeding the amount of said bond, and successive actions may be brought by persons aggrieved, as aforesaid, until the penalty of said bonds is exhausted. (*Id.* § 3.)

**\*§ 70. Certificate—Execution—Filing.**

Such certificate shall be executed in duplicate, and be acknowledged before an officer of this state authorized to take the acknowledgment of conveyances of real estate for record, and shall, within sixty days of such acknowledgment, be filed, one copy in the office of the register of deeds of the county wherein such savings bank is proposed to be located, and one copy in the office of the auditor of state. (*Id.* § 4.)

**\*§ 71. Notice of proposed organization—Contents—Publication.**

A notice of intention to organize such savings banks shall be published at least once a week for four weeks previous to filing the certificate of association, as provided in the last preceding section, in at least one newspaper of the largest circulation published in the city, town, or village where such savings bank is proposed to be located; or, if there be no newspaper published in such village or town, then in some newspaper published in such county; if none in said county, then in an adjoining county; which notice shall specify the names of the proposed corporators, the name of the proposed savings bank, and the location of the same, as set forth in the certificate of association; and if there is any savings bank or banks organized and doing business in such county, a copy of such notice shall also be sent to each such savings bank so organized and doing business, at least fifteen days before the filing of such certificate of association, as provided for in the last preceding section. (*Id.* § 5.)

**\*§ 72. Certificate—Filing and indorsement by auditor.**

Upon the receipt of any such certificate of association, at the office of the auditor of state, if the same is in due form and duly executed according to the provisions of sections three and four of this act, and is accompanied by evidence satisfactory to the auditor of state of the proper publication and service, in good faith, of the notice required in the last preceding section, he shall forthwith indorse the same over his official signature "filed for examination," with the date of such indorsement. (*Id.* § 6.)

**\*§ 73. Irregular certificate.**

If such certificate shall not be in form and substance as required by section three of this act, or shall not be duly and properly acknowledged, as required by section four of this act, or shall not be accompanied by evidence, satisfactory to the auditor of state, of the publication and service, in good faith, according to the intent and purpose of this act, of the notice required by section five of this act, the auditor of state shall refuse to file such certificate until the same shall be amended in conformity to the provisions of this act; and it

shall be the duty of the auditor of state, upon filing such certificate, to forthwith notify the attorney general and public examiner of the state of the filing of such certificate, and of a meeting to be held in said auditor's office, at some time within twenty days thereafter, and it shall be the duty of said auditor, attorney general, and public examiner to meet at the time and place in said notice set forth, to consider said certificate. (1879, c. 109, § 7.)

**\*§ 74. Investigation.**

And it shall be the duty of said officers, and they, or a majority of them, shall have power, in regard to any certificate of association so filed, to ascertain from the best sources of information at their command:

1. Whether greater convenience of access to a savings bank will be afforded to any considerable number of depositors by opening a savings bank at the place designated in such certificate.

2. Whether the density of population, in the neighborhood designated for such savings bank, and in the surrounding country, affords a reasonable promise of adequate support to the enterprise.

3. Whether the responsibility, character, and general fitness for the discharge of the duties appertaining to such a trust, of the persons named in such certificate, are such as to command the confidence of the community in which such savings bank is proposed to be located. (*Id.* § 8.)

**\*§ 75. Certificate of authorization—Issuance.**

If the said officers, or a majority of them, shall be satisfied, from their knowledge, or from information gained, concerning the several points named in the last preceding section, (that the organization of a savings bank, as proposed in such certificate, will be a public benefit,) they shall, within sixty days after the same has been filed by them for examination, issue, under their hands and official seals, a certificate of authorization to the persons named in such certificate, or to them, or to a portion of them, together with such other persons as a majority of those named in such certificate of association shall in writing approve; which such certificate, so issued, shall authorize the persons named thereon to open an office for the deposit of savings as designated in the certificate of association, subject to the provisions of this act: *provided*, however, that no person shall be named in such certificate of authorization who shall not have duly made and acknowledged the declaration prescribed in subdivision four of section three of this act. (*Id.* § 9.)

**\*§ 76. Same—Filing.**

The public examiner shall transmit such certificate of authorization to the register of deeds of the county in which the savings bank so authorized is to be located, who shall file the same and attach it to the certificate of association previously filed, relating to the organization of such savings bank, and the public examiner shall also file a duplicate copy of such certificate in his own office. (*Id.* § 10.)

**\*§ 77. Same—Refusal to issue—Notice.**

If the said officers shall not be satisfied that the establishment of a savings bank, as proposed in any certificate of association filed, is expedient and desirable, the public examiner shall, within sixty days after the filing of such certificate by him, give notice to the register of deeds of the county in which such savings bank is proposed to be located that they refuse to issue a certificate of authorization for such savings bank, which notice shall forthwith be filed by the register of deeds with the certificate of association of such savings bank. (*Id.* § 11.)

**\*§ 78. Effect of filing certificate.**

Upon the filing of any certificate of authorization of a savings bank, as hereinbefore provided, the persons named therein, and their successors, shall

thereupon and thereby be duly and lawfully constituted a body corporate and politic, and shall be vested with all the powers, and charged with all the liabilities conferred and imposed by this act. (*Id.* § 12.)

**\*§ 79. Information to be transmitted to public examiner.**

Before any savings bank so incorporated shall be authorized to receive deposits, such corporation shall transmit to the public examiner the name, residence, and post-office address of each of the officers of such savings bank, and the place where its business is to be carried on, designating the same by street and number when practicable. (*Id.* § 13.)

**\*§ 80. Time for commencing business—Extension.**

Any savings bank so incorporated that shall not organize and commence business within one year after the certificate of authorization of the same has been filed, as hereinbefore provided, shall forfeit its rights and privileges as a corporation under this act; but the public examiner may, for satisfactory cause to him shown, extend the term within which such organization may be effected, and such business commenced, but not for a longer period than one year; and the order so extending such term shall be under his hand and seal, and shall be transmitted to the register of deeds of the county in which such savings bank is to be located, who shall file the same, together with the certificate of association, and the certificate of authorization of such savings bank. (*Id.* § 14.)

**\*§ 81. First trustees—Powers.**

The persons named in the certificate of authorization issued pursuant to the provisions of this act, shall be the first trustees of such corporation, and shall have the entire management and control of all the affairs of the corporation, subject to the provisions of this act. (*Id.* § 15.)

**\*§ 82. Board of trustees—Officers—Vacancies.**

The business of every such corporation shall be managed and directed by a board of trustees of not less than seven, who shall elect from their number a president, a vice-president, a treasurer, and such other officers as they may see fit; and all vacancies in such board by death, resignation, or otherwise, shall be filled by the board of trustees as soon as practicable, at a regular meeting after such vacancy shall occur. (*Id.* § 16.)

**\*§ 83. Same—General powers—By-laws.**

The board of trustees of any such corporation shall have power from time to time to make such by-laws, rules, and regulations as they may think proper for the election of officers, for prescribing their respective powers and duties, and the manner of discharging the same; for the appointment and duties of committees, and generally for transacting, managing, and directing the affairs of the corporation: *provided*, such by-laws, rules, and regulations are not repugnant to, nor inconsistent with, the provisions of this act, to the constitution and laws of this state or of the United States, and a copy of the same shall be transmitted to the public examiner, who shall also be notified of any amendment or change therein. (*Id.* § 17.)

**\*§ 84. Same—Meetings—Quorum.**

Regular meetings of the board or trustees shall be held as often as once in each month, for the purpose of receiving the reports of its officers and committees, and for the transaction of other business. A quorum at any regular, special, or adjourned meeting shall consist of not less than five trustees, of whom the president shall be one, except where he is prevented from attending any meeting by unavoidable detention, when he may be represented in forming a quorum by the vice-president; but less than a quorum shall have

power to adjourn from time to time, or until the next regular meeting. (1879, c. 109, § 18.)

**\*§ 85. Trustee—Conduct operating to vacate office.**

Whenever a trustee of any savings bank shall hereafter become a trustee, officer, clerk, or employe in any other savings bank, or upon his borrowing, directly or indirectly, any of the funds of the savings bank of which he is a trustee, or becoming a surety or guarantor for any money borrowed of, or of a loan made by, such savings bank, or upon his failure to attend the regular meetings of the board, or to perform any of the duties devolved upon him as such trustee for six successive months, without having been previously excused by the board for such failure, the office of such trustee shall thereupon immediately become vacant; but the trustee vacating his office by failure to attend meetings, or to discharge his duties, may, in the discretion of the board, be eligible to a re-election. (*Id.* § 19.)

**\*§ 86. Bank officers—Authority of trustees.**

The trustees of any such corporation shall have the power to require from the officers, clerks, and agents of the corporation such security for their fidelity and the faithful performance of their duty as they shall deem necessary, and to fix the salaries of such officers and agents, subject to the provisions of this act. (*Id.* § 20.)

**\*§ 87. Trustee—Interest in profits and contracts prohibited—Compensation.**

No trustee of any such corporation shall have any interest whatever, direct or indirect, in the gains or profits thereof, nor as such, directly or indirectly, receive any pay or emolument for his services, except as hereinafter provided; and no trustee or officer of any such corporation shall, directly or indirectly, for himself, or as the agent or partner of others, borrow any of its funds or deposits, or in any manner use the same, except to make such current and necessary payments as are authorized by the board of trustees; nor shall any trustee or officer of such corporation hereafter become an indorser or surety, or become in any manner an obligor for moneys loaned by or borrowed of such corporation. (*Id.* § 21.)

**\*§ 88. Deposits with savings bank.**

It shall be lawful for any savings bank to receive on deposit any sum or sums of money that may be offered for that purpose, by any person or persons, or by any corporations or societies, and to invest the same, and declare credit, and pay dividends thereon, as hereinafter authorized and provided, and not otherwise. (*Id.* § 22.)

**\*§ 89. Same—Repayment—Limitation of amount.**

The sums so deposited, together with any dividends or interest credited thereto, shall be repaid to such depositors respectively, or to their legal representatives, after demand, in such manner and at such times, and after such previous notice, and under such regulations as the board of trustees shall prescribe, which regulations shall be put in some conspicuous place in the room where the business of such corporation shall be transacted, and shall be printed in the pass-books, or other evidence of deposit furnished by the corporation, and shall be evidence, between the corporation and the depositors holding the same, of the terms upon which the deposits therein acknowledged are made: *provided*, that every such corporation shall have the right to limit the aggregate amount which any one person or society may deposit to such sum as they may deem expedient to receive, and may, in their discretion, refuse to receive a deposit, and may also, at any time, return all or any part of any deposit;

but no by-law or regulation shall be adopted by said trustees so as to affect a deposit previously made. (*Id.* § 23.)

**\*§ 90. Same—By minors, married women, and trustees.**

Whenever any deposit shall be made by or in the name of any person being a minor, or a female being or thereafter becoming a married woman, the same shall be held for the exclusive right and benefit of such depositor, and free from the control or lien of all persons whatsoever, except creditors, and shall be paid, together with the dividends or interest thereon, to the person in whose name the deposit shall have been made, and the receipt or acquittance of such minor or female shall be a valid and sufficient release and discharge for such deposit, or any part thereof, to the corporation. And whenever any deposit shall be made by any person in trust for another, and no other or further notice of the existence and terms of a legal and valid trust shall have been given, in writing, to the bank, in the event of the death of the trustee, the same, or any part thereof, together with the dividends or interest thereon, may be paid to the person for whom the said deposit was made. (*Id.* § 24.)

**\*§ 91. Same—Actions upon—Limitation—Evidence, interpleader, etc.**

In all actions in any court of this state against any savings bank, by a husband, to recover for moneys deposited by his wife in her own name, or as her own money, the wife may be examined and testify as a witness in like manner as if she were an unmarried woman; and in all actions against any savings bank to recover for moneys on deposit therewith, if there be any person or persons, whether husband or wife, or otherwise, claiming the same fund, who are not parties to the action, the court in which such action is pending may, on the petition of such savings bank, and upon eight days' notice to the plaintiffs and such claimants, make an order amending the proceedings in said action, by making such claimants parties defendant thereto; and the said court shall thereupon proceed to hear and determine the rights and interests of the several parties to the said action in and to said funds. The said funds or deposits, which are the subject of the said action, may remain with such savings bank upon the same interest as other deposits of like amount, to the credit of the action, until final judgment therein, and the same shall be paid by such savings bank in accordance with the order of the court; or the deposit in controversy may be put into court to await the final determination of the action; and when so paid into court, the corporation shall be stricken out as the party to such action; and the statutes limiting the time within which actions shall be commenced shall have no application to actions brought by depositors, their representatives or assigns, against savings banks for deposits made therein. (*Id.* § 25.)

**\*§ 92. Authorized investments.**

It shall be lawful for the trustees of any savings bank to invest the moneys deposited therein, only as follows, to-wit:

1. In the stocks or bonds, or interest-bearing notes or obligations of the United States, or those for which the faith of the United States is pledged for the payment of the interest and principal.

2. In the stocks or bonds of any state in the Union and of the territory of Dakota: *provided*, that such state or territory has not within ten years to making such investment by such corporation defaulted in the payment of any part of the principal or interest of any debt authorized by any legislature of such state or territory to be contracted, and of the state of Minnesota issued since one thousand eight hundred and sixty.

3. In the stocks or bonds of any city, county, town, village, or school-district of the states of Minnesota, Wisconsin, and Iowa, and of the territory of

Dakota, issued pursuant to the authority of any law of said states or territory, or in any interest-bearing obligation issued by the city or county in which such bank shall be situated.

4. In notes secured by mortgage or unincumbered real estate situate in the states of Minnesota, Wisconsin, and Iowa, and in the territory of Dakota, and worth at least twice the amount loaned thereon, but not to exceed seventy per cent. of the whole amount of the moneys of the bank, shall be so loaned or invested; but in case the loan is on unimproved or unproductive real estate, the amount loaned thereon shall not be more than thirty per cent. of its actual value; and no investment in any bond and mortgage shall be made by any savings bank except upon the report of a committee charged with the duty of investigating the same, and who shall certify to the value of the premises mortgaged or to be mortgaged, according to their best judgment; and such report shall be filed and preserved among the records of the institution.

5. If the money held by any such corporation cannot be conveniently invested in any or all of the modes hereinbefore prescribed, it may loan not exceeding one-fourth part of the amount thereof on personal securities, with at least two sureties: *provided*, that such loans shall not be for a longer time than one year: *provided, further*, that no loan upon personal security shall be made by any one person, copartnership, association, or corporation, to an amount exceeding five thousand dollars. (1879, c. 109, § 26, *as amended* 1883, c. 46.)

**\*§ 93. Powers concerning real estate.**

It shall be lawful for any such corporation to purchase, hold, or convey real estate only as follows:

*First.* A plot whereon is erected, or may be erected, a building or buildings requisite for the convenient transaction of its business, and from portions of which, not required for its own use, a revenue may be derived. The cost of such building or buildings and lot in no case to exceed fifty per cent. of the net surplus of such corporation.

*Second.* Such as shall have been purchased by it at sales upon the foreclosure of mortgages owned by such corporation, or upon judgment or decrees obtained or rendered for debts due to it, or in settlements effected to secure such debts, and all such real estate mentioned in the last preceding clause shall be sold by such corporation within five years after the same shall be vested in it, unless, upon application by the board of trustees, the public examiner shall extend the time within which such sale shall be made; and it shall be lawful for any such corporation, with the approval in writing, and under the seal of the public examiner, to change its location within the limits of any city or town wherein it may be established; and in effecting such change of location such corporation owning a banking-house and lot may purchase such additional plot under the provisions of subdivision one of this section as the corporation may require; and such banking-house and lot previously owned and occupied shall be sold as provided in subdivision two of this section concerning real estate acquired in satisfaction of debts. (1879, c. 109, § 27.)

**\*§ 94. Duty of investing—Available funds—Preference of debts due savings banks.**

It shall be the duty of the trustees of any such corporation, as soon as practicable, to invest the moneys deposited with them in the securities named in the twenty-sixth section of this act, except that, for the purpose of meeting current payments and expenses in excess of the receipts, there may be kept an available fund of not exceeding ten per cent. of the whole amount of deposits with such corporation, and the same may be kept on hand or on deposit in any bank or banking association in the state of Minnesota, organized under any law or laws of the state or of the United States, or with any trust com-

pany incorporated by any law of this state; but the sum so deposited in any one bank or trust company shall not exceed ten per cent. of the paid-up capital and surplus of such bank or trust company; or such available fund, or any part thereof, may be loaned upon pledge of the securities, or any of them, named in subdivisions one, two, three, four, and five, of section twenty-six, but not in excess of ninety per cent. of the cash market value of such securities so pledged, nor in excess of the par value thereof; and should any of the securities so held in pledge depreciate in value after making any loan thereon, it shall be the duty of the trustees to require the immediate payment of such loan, or of a part thereof, or additional security therefor, so that the amount loaned shall at no time exceed ninety per cent. of the market value of the securities pledged for the same. Whenever any bank, banking association, or trust company, indebted to any savings bank organized or doing business under this act, becomes insolvent, the debt of such savings bank against such bank, banking association, or trust company shall be paid before that of any other creditors, except only the United States and the state of Minnesota. (*Id.* § 28, as amended 1885, c. 22.)

**\*§ 95. Deposits by savings banks—Failure to invest funds—Procedure.**

It shall further be lawful for any such corporation to deposit, temporarily, in banks or trust companies, as provided in the last preceding section of this act, the excess of current daily receipts over the payments until such time as the same can be judiciously invested in the securities named in section twenty-six of this act; and whenever it shall appear to the public examiner that the trustees of any such corporation are violating the spirit and intent of the foregoing provision, by keeping permanently uninvested all or an undue proportion of the moneys received by them, it shall be his duty to report the facts to the attorney general, who shall proceed against such corporation under the provisions of section forty-three of this act. (1879, c. 109, § 29.)

**\*§ 96. Loans upon real estate—Insurance.**

Whenever buildings are included in the valuation of any real estate, upon which a loan shall be made by any such corporation, they shall be insured by the mortgagor in such company or companies as the trustees shall direct, and the policy of insurance shall be duly assigned or the loss made payable as its interests may appear to such corporation; and it shall be lawful for such corporation to renew such policy of insurance in the same or in any other company or companies, as they may elect, from year to year, or for a longer or shorter term, in case the mortgagor shall neglect to do so, and may charge the amount paid to the mortgagor; and all the necessary charges and expenses paid by such corporation for such renewal or renewals shall be paid by such mortgagor to such corporation, and shall be a lien upon the property so mortgaged, recoverable, with interest, from the time of payment, as part of the moneys secured to be paid by such mortgage. (*Id.* § 30.)

**\*§ 97. Prohibited dealings.**

It shall be unlawful for any savings bank, directly or indirectly, to deal or trade in real estate in any other case or for any other purpose than as authorized in section twenty-seven of this act, or to deal or trade in dry goods, wares, merchandise, or commodities whatever, except as authorized by the terms of this act, and except such personal property as may be necessary in the transaction of its business; and it shall be unlawful for any savings bank, or for any officer in his regular attendance upon the business of such bank, to in any manner engage in the business in such bank, or buying or selling exchange, or in the business of collecting or protesting promissory notes or time-bills of exchange. (*Id.* § 31.)

**\*§ 98. Interest and dividends—Regulations—Surplus.**

It shall be the duty of the trustees of every such corporation to regulate the rate of interest or dividends upon the deposits therewith in such manner that depositors shall receive, as nearly as may be, all the profits of such corporation after deducting necessary expenses and reserving such amount as the trustees may deem expedient as a surplus fund for the security of depositors, which, to the amount of ten per cent. of their deposits, the trustees of any such corporation are hereby authorized gradually to accumulate and hold to meet any contingency or loss in its business from the depreciation of its securities or otherwise: *provided*, however, that the trustees of any such corporation may classify their depositors according to the character, amount, and duration of their dealings with the corporation, and regulate the interest or dividends allowed in such manner that each depositor shall receive the same ratable proportion of interest or dividends as all others of his class. It shall be unlawful for the trustees of any savings bank to declare or allow interest on any deposit for a longer period than the same has been deposited, except that deposits made not later than the third day of any month, or withdrawn on one of the last three days of the month, may have interest declared upon them for the whole period or month when so deposited or withdrawn. No dividends or interest shall be declared, credited, or paid except by the authority of a vote of the board of trustees, duly entered upon their minutes, whereon shall be recorded the ayes and nays upon each vote; and whenever any dividends or interest shall be declared and credited in excess of the interest or deposits earned and appearing to the credit of the corporation, the trustees voting for such dividend shall be jointly and severally liable to the corporation for the amount of such excess so declared and credited; and it shall be the duty of the trustees of any such corporation, whose surplus amounts to ten per cent. of its deposits, at least once in three years, to divide equitably the accumulation beyond such authorized surplus, as an extra dividend to depositors in excess of the regular dividends hereinbefore authorized. (1879, c. 109, § 32.)

**\*§ 99. Interest to depositors—Rate.**

Savings banks and savings associations shall not be required, in any case, to pay their depositors a greater rate of interest than four per cent. per annum, in accordance with their regulations. (1881, c. 119, § 1.)

**\*§ 100. Surplus—Rules for determining.**

In determining the per cent. of surplus held by any savings bank, its interest-paying stocks, notes, and bonds shall be estimated at their market value; its notes and bonds on which there are no arrears of interest for a longer period than six months shall be estimated at their face, and its real estate at not above cost. Concerning such stocks as bonds or notes, or notes and mortgages, as are in arrears of interest for six months or more, and concerning all other investments not herein enumerated, the public examiner shall determine the valuation of the same, from time to time, from the best information he can obtain, and he may change the valuation thereof, from time to time, according as he may obtain other and further information. (1879, c. 109, § 33.)

**\*§ 101. Trustees—Compensation as officers.**

It shall be lawful for trustees of such corporation, acting as officers of the same, whose duties require and receive their regular and faithful attendance at the institution, to receive such compensation as in the opinion of a majority of the board of trustees shall be just and reasonable; but such majority shall be exclusive of any trustee to whom such compensation shall be voted. (*Id.* § 34.)

**\*§ 102. Reports to public examiner.**

Every such corporation shall, semi-annually, on or before the first day of February in each year, make a report in writing to the public examiner, and in such form as he shall prescribe, of its condition on the morning of the first day of January preceding. (*Id.* § 35.)

**\*§ 103. Same—Contents—Statement of assets.**

Such report shall state the amount loaned upon note and mortgage, together with a list of such notes and mortgages, and the location of the mortgaged premises, as have not previously been reported, and also a list of such previously reported as have since been paid wholly or in part, or have been foreclosed, and the amount of such payments respectively; the cost, par value, estimated market value, of all stock investments, designating each particular kind of stock; the amount loaned upon the pledge of securities, with a statement of the securities held as collateral for such loans; also a list of all notes, with the names of the drawers and indorsers, the dates when said notes were made, the length of time they have to run, the amounts for which they are drawn, and the rates of interest they bear, or at which they were discounted; also specifying all notes overdue and unpaid; the amount invested in real estate, giving the cost of the same; the amount of cash on hand and on deposit in banks or trust companies; and the amount deposited in each; and such other information as the public examiner may require. (*Id.* § 36.)

**\*§ 104. Same—Statement of liabilities.**

Such report shall also state all the liabilities of such savings corporations on the morning of the said first day of January, the amount due to depositors, which shall include any dividend to be credited to them for the six months ending on that day, and any other debts or claims against such corporation, which are or may be a charge upon its assets. Such report shall also state the amount deposited during the year previous, and the amount withdrawn during the same period; the whole amount of interest or profits received or earned, and the amount of dividends credited to depositors, together with the amount of each semi-annual credit of interest, and the amount of interest that may have been credited at other than semi-annual periods; the number of accounts opened or reopened, the number of accounts closed during the year, and the number of open accounts at the end of the year, and such other information as may be required by the state examiner. (*Id.* § 37.)

**\*§ 105. Same—Verification—False swearing.**

Such report shall be verified by the oath of the two principal officers of the institution, and the statement of assets shall be verified by the oath of a majority of the trustees who examined the same pursuant to the requirements of section forty-four of this act; and any willful false swearing in regard to such reports, or in regard to any reports made to the public examiner pursuant to the provisions of this act, shall be deemed perjury, and be subject to the prosecutions and punishments prescribed by law for that offense. (*Id.* § 38.)

**\*§ 106. Failure to report—Penalty.**

If any savings bank shall fail to furnish to the public examiner any report or statement required by this act, at the time so required, it shall forfeit the sum of one hundred dollars per day for every day such report or statement shall be so delayed or withheld; and the said public examiner may maintain an action in his name of office to recover such penalty; and when collected the same shall be paid into the treasury of the state, and be applied to defraying, so far as possible, the expenses entailed in examining savings banks; but the public examiner may, for sufficient cause, extend the time for making such report, not exceeding thirty days. (*Id.* § 39.)

**\*§ 107. Other reports—Supervision of local officers.**

No such corporation shall hereafter be required to make any annual or other report to the mayor or the commonalty of any city, nor to the board of supervisors of any county, nor to any other officer or authority whatsoever, except as in this act provided and required; nor shall they be subject to the inspection or supervision of any local officer or board, in any matters pertaining to the business and dealings of such corporation. (1879, c. 109, § 40.)

**\*§ 108. Public examiner—Report to legislature.**

It shall be the duty of the public examiner, on or before the first day of February in each year, to communicate to the legislature a statement of the condition of every such corporation from which a report has been received for the preceding year; also the name and location of savings corporations authorized by him during the previous year, with the date of their incorporation, and particularly designating those incorporated at any time which have commenced business during the previous year. (*Id.* § 41.)

**\*§ 109. Examinations of savings corporations.**

It shall be the duty of the public examiner, at least once in each year, and as much oftener as he may deem proper, either personally or by some competent person or persons to be appointed by him, to visit and examine every savings corporation in this state. The public examiner shall also have power in like manner to examine any such corporation, whenever, in his judgment, its condition or management is such as to render an examination of its affairs necessary or expedient. The said public examiner, and every such examiner, shall have power to administer an oath to any person whose testimony may be required on any such examination, and to compel the appearance and attendance of any such person for the purpose of such examination, by summons, subpoena, or attachment, in the manner now authorized in respect to the attendance of persons as witnesses in the courts of record of this state; and all books and papers which it may be deemed necessary to examine by the public examiner, or the examiner or examiners so appointed, shall be produced, and their production may be compelled in like manner. (*Id.* § 42.)

**\*§ 110. Violation of charter or law—Procedure.**

Whenever it shall appear to the said public examiner, from any examination made by him, or from the report of any examination made [to] by him, or from the report made by any such corporation, pursuant to the requirement of sections thirty-five, thirty-six, and thirty-seven of this act, that any such corporation has committed any violation of its charter or of law, or is conducting its business and affairs in an unsafe or unauthorized manner, he shall, by an order under his hand and seal, direct the discontinuance of such illegal and unsafe or unauthorized practices, and strict conformity with the requirements of the law, and with safety and security in its transactions; and whenever any such corporation shall refuse or neglect to make any such report as is hereinbefore required, or to comply with any such order as aforesaid, or whenever it shall appear to the public examiner that it is unsafe or inexpedient for any such corporation to continue to transact business, he shall communicate the facts to the attorney general, who shall thereupon institute such proceedings as the nature of the case may require. The proceedings instituted by the attorney general may be for the removal of one or more of the trustees, or for the transfer of the corporate powers to other persons, or the consolidation and merger of the corporation with any other savings corporation that may be willing to accept of the trust, or for such other or further relief or correction as the particular facts communicated to him shall seem to require. And the court before whom such proceedings shall be instituted shall have power to grant such orders, and, in its discretion, from time to

time, to modify or revoke the same, as the evidence in the case, and the situation of the parties and the interests involved, shall seem to require. (*Id.* § 43.)

**\*§ 111. Examination by trustees—Annual statement.**

It shall be the duty of the trustees of every savings bank, on or before the first day of January in each year, to thoroughly examine the books, vouchers, and assets of such savings bank, and its affairs generally; and the statement or schedule of assets reported to the public examiner for the first of January in each year shall be based upon such examination, and shall be verified by the oath of a majority of the trustees making such examination; but nothing herein contained shall be construed as prohibiting the trustees of any savings bank from requiring such examinations at such [other] times as they shall prescribe. (*Id.* § 44.)

**\*§ 112. Insolvency—Application of assets.**

All the assets of any savings bank or association, now or hereafter organized, that shall become insolvent, shall be applied [by] to the directors, assignee, or receiver thereof, in the first place to the payment in full of any sum or sums of money deposited therewith by any savings corporation, but not to an amount exceeding that authorized to be so deposited by the provisions of section twenty-eight of this act; and the foregoing provisions of this section shall also extend and apply to trust companies receiving deposits of savings corporations as authorized by this act, subject, however, to any preference in payment declared and provided in the charters of such trust companies respectively. (*Id.* § 45.)

**\*§ 113. Unauthorized exercise of business of savings banks—Penalty.**

It shall not be lawful for any bank, banking association, or individual banker, except savings banks, to advertise or put forth a sign as a savings bank, or in any way to solicit or receive deposits as a savings bank; and any bank, banking association, or individual banker, who shall offend against these provisions, shall forfeit and pay for every such offense the sum of one hundred dollars for every day such offense shall be continued, to be sued for and recovered in the name of the people of this state, by the district attorneys of the several counties, in any court having cognizance thereof, for the use of the poor chargeable to said county in which such offense shall be committed. (*Id.* § 46.)

**\*§ 114. Trustees—Reducing and increasing number.**

It shall be lawful for the board of trustees of any savings corporation, by a resolution to be incorporated in their by-laws, a copy of which shall also be filed with the public examiner, to reduce the number of trustees named in the original charter of such corporation to a number not less than the minimum named in this act; such reduction to be effected gradually by the occurrence of vacancies by death, resignation, or forfeiture, until the number is reduced to seven, or to such greater number as shall be designated in the aforesaid resolution; or the number of trustees may be increased to any number designated in a resolution for that purpose, where reasons therefor are shown to the satisfaction of the public examiner, and his consent in writing is obtained thereto. (*Id.* § 47.)

**\*§ 115. Change of name.**

Whenever a majority of all the trustees of any such corporation shall, by a resolution to be entered upon their minutes, express a desire and purpose to change the name of such corporation, the same may be effected in the following manner, to-wit: Notice of intention to apply to the public examiner for leave to change the name of such corporation, specifying the name thereof, and the name to which it is proposed to change the same, shall be published

as required in section five of this act. After such publication, application may be made to the public examiner to change the name of such corporation to such name as has been agreed upon in such resolution and publication, evidence of which must be made satisfactory to the public examiner, together with such application. If it shall appear to the public examiner that it is expedient and proper that such change of name be made, he shall by an order, under his hand and seal of office, direct and authorize such change of corporate name to be made, and designate some day in the future, not to exceed thirty days from the date of such order, when the said change shall take effect. Such order shall be executed in triplicate, one filed in the office of the register of deeds in the county in which such corporation is located, one copy shall be transmitted to the corporation affected thereby, and one copy shall be filed in the office of the public examiner. Thereupon, from the date designated in such order for such change of name to take effect, such corporation shall be known and described by the name designated in such order, and by such name shall have all the rights and powers to which it would be entitled if such change had not been made; but no such change shall in any manner lessen or impair any liability of such corporation incurred or existing at the time such change of name shall be made. (1879, c. 109, § 48.)

**\*§ 116. Existing institutions—Application of act—Illegal investments—Penalty.**

The powers, privileges, duties, and instructions conferred and imposed upon any savings corporation, by whatever name known, by its charter or act of incorporation, are hereby abridged, enlarged, or modified, as each particular case may require, in such manner that each and every such charter or act of incorporation shall be made to conform to the provisions of this act, and to such amendments as may be made thereto; and each and every such savings corporation shall possess the powers and privileges, and be subject to the duties and restrictions and liabilities, conferred and imposed by this act, anything in their respective charters or acts of incorporation to the contrary notwithstanding. But nothing in this act shall be construed to affect the legality of investments heretofore made, or of transactions heretofore had pursuant to any provisions of law in force when such investments were made or transactions had, nor to require the change of investments for those named in this act, except as the same can be done gradually by the sale or redemption of the securities so invested in, in such manner as to prevent loss or embarrassment in the business of such corporation, or unnecessary loss or injury to the borrowers on such securities. And the investment hereafter in any such securities not named in this act, or the amendments that may be made thereto, shall be deemed a misdemeanor on part of the trustees authorizing or officers making the same, and such trustees or officers shall be subject to the prosecutions and punishments prescribed by law for that offense. (*Id.* § 49.)

**\*§ 117. Evidences of deposit.**

All certificates or other evidences of deposit made in pursuance of the regulations and usages of any such corporation shall be as binding upon such corporation as though made under its common seal. (*Id.* § 50.)

**\*§ 118. Misnomer—Effect.**

The misnomer of any such corporation in any deed, grant, contract, conveyance, or other instrument shall not vitiate or impair the same, if the corporation be sufficiently described therein to ascertain the intention of parties. (*Id.* § 51.)

**\*§ 119. Construction of act—Existing institutions.**

This act is hereby declared to be a public act, and shall be construed favorably for every beneficial purpose therein contained; but no portion of this act

shall apply to savings banks now in existence and operation in the state of Minnesota, which banks may be continued under the laws applicable to such banks before the passage of this act, unless they or any of them desire to organize thereunder. (*Id.* § 52.)

## CHAPTER 34.

### CORPORATIONS.\*

#### TITLE 1.

##### CORPORATIONS EMPOWERED TO TAKE PRIVATE PROPERTY FOR PUBLIC USE.†

As to the constitutionality of this title, see *Weir v. St. Paul, S. & T. F. R. Co.*, 18 Minn. 155, (Gil. 139.)

See also, *Carli v. Stillwater & St. P. R. Co.*, 16 Minn. 260, (Gil. 234;); *Witt v. St. Paul & N. P. Ry. Co.*, 35 Minn. 404, 29 N. W. Rep. 161; *In re St. Paul & N. P. Ry. Co.*, 34 Minn. 227, 25 N. W. Rep. 345, 36 Minn. 85, 30 N. W. Rep. 432; *Red River & L. W. R. Co. v. Sture*, 32 Minn. 95, 20 N. W. Rep. 229.

#### § 1. Incorporation—Purpose—Method.

Any number of persons, not less than five, may associate themselves and become incorporated for the purpose of building, improving, and operating railways, telegraphs, pneumatic tube lines, subway conduits for the passage, operation, and repair of electric and other lines or pipes, canals, or slack-water navigation, upon any river, bay, or lake, and all works of internal improvement which require the taking of private property or any easement therein; and that any citizens of the United States, not less than nine in number, being the owner or owners of any railroad within this state, now or hereafter actually constructed for public use in the conveyance of persons or property, or organized for the purpose of maintaining and operating, under lease or contract, a railroad constructed for like public uses, may, by making and filing articles of association as authorized by this act, acquire and enjoy the rights, privileges, and franchises granted by this act, and may, by filing in the office of the secretary of state a resolution of such corporation of its intent to construct or operate any branch line, become empowered to so construct and operate the same in connection with such main line, subject to the provisions of this act and the general laws of this state; that any such railroad

\* See an act limiting the quantity of land which corporations may acquire. Laws 1887, c. 204, *post*, c. 75, \*§ 41a *et seq.*

† Terms "railroad" and "railroads" apply to all gauges. *Ante*, c. 4, § 1.

In relation to the adjustment of the Minnesota state railroad bonds, see Gen. Laws 1881, cc. 102, 104; Gen. Laws 1881, (Ex. Sess.) cc. 1, 2, 71. And for provisions for the substitution of other bonds for state railroad bonds belonging to the permanent school fund and the university fund, see Gen. Laws 1885, c. 227.

Duty of railroad companies to file map, etc., of new roads, branches, and extensions, and to notify commission of their completion, see *ante*, c. 11, \*§ 129b. Duties in relation to the prevention of the burning of passenger cars, *ante*, c. 6, \*§§ 77v-77z. And see the railroad and warehouse commission act, etc., *ante*, \*§§ 77a-77z.

As to the duty of the attorney general to provide for the defense of actions by railroad companies concerning the title to indemnity lands embraced in § 10, c. 201, Sp. Laws 1877, see Gen. Laws 1885, c. 176. For the appropriation to reimburse settlers for the defense of such actions, see Gen. Laws 1887, c. 203.

See an act in relation to the Taylor's Falls & Lake Superior Railroad Company. Sp. Laws 1879, c. 69. As to the powers of the St. Paul & Duluth Railroad Company and the Northern Pacific Railroad Company to condemn private property, see Gen. Laws 1879, cc. 82, 83. For provisions relating to the transfer of certain lands to the Duluth, St. Cloud, Mankato & Southern Railroad Company, see Gen. Laws 1887, c. 19.